

STATE OF VERMONT
PUBLIC SERVICE BOARD

Docket No. 7270

Joint Petition of Verizon New England, Inc., d/b/a)
Verizon Vermont, Certain Affiliates Thereof, and)
FairPoint Communications, Inc. for approval of an asset)
transfer, acquisition of control by merger and associated)
transactions)

Order entered: 3/9/2007

PREHEARING CONFERENCE MEMORANDUM

This Docket concerns a Joint Petition filed by Verizon New England, Inc., d/b/a Verizon Vermont ("Verizon New England"), NYNEX Long Distance Company ("NYNEX Long Distance"), Verizon Select Services, Inc. ("VSSI"), Bell Atlantic Communications, Inc. ("BACI"),¹ and FairPoint Communications, Inc. ("FairPoint"), Northern New England SpinCo, Inc. ("Spinco"), Northern New England Telephone Operations, Inc. ("Telco"), and Enhanced Communications of Northern New England, Inc. ("Newco") for approval of the transfer of Verizon's local exchange and long distance businesses in Vermont to companies controlled by FairPoint; and for such other approvals as may be necessary to complete the transaction described in the joint petition.

On February 23, 2007, a prehearing conference was held in this Docket. Appearances were entered by: Benjamin Marks, Esq., Sheehey Furlong & Behm, P.C., and Alexander W. Moore, Esq., for Verizon New England; Nancy S. Malmquist, Esq., Downs Rachlin Martin PLLC, for FairPoint; Paul J. Phillips, Esq., Primmer Piper Eggleston & Cramer PC, for the eight Independent Telephone Companies of Vermont;² Victoria, J. Brown, Esq., Primmer Piper Eggleston & Cramer PC, for Vermont Electric Cooperative, Inc.; James J. Dunn, Esq.,

1. Hereafter, collectively referred to as "Verizon".

2. The eight independent Vermont telephone companies are: Shoreham Telephone Company, Inc.; Topsham Telephone Company, Inc.; Waitsfield-Fayston Telephone Company, Inc., d/b/a Waitsfield Telecom and d/b/a Champlain Valley Telecom; Northfield Telephone Company; Perkinsville Telephone Company; Ludlow Telephone Company; Franklin Telephone Company; and Vermont Telephone Company, Inc., d/b/a VTel.

Mickenberg Dunn Kochman Lachs & Smith, P.C., for the Labor Intervenors³; Alan D. Mandl, Esq., Smith & Duggan, LLP, for the New England Cable and Telecommunications Association, Inc. ("NECTA"), and Comcast Phone of Vermont, LLC.; and June Tierney, Esq., and James Porter, Esq., for the Vermont Department of Public Service ("Department").

At the prehearing conference, three motions to appear *pro hac vice*, which were filed with the Board prior to the date of the prehearing conference, were granted. The motions were filed by Alexander Moore, Esq., on behalf of Verizon, and Nancy Brockway, Esq., and Scott Rubin, Esq., for the Labor Intervenors. Also, several organizations indicated that they would be filing motions to intervene in this proceeding. As noted in the schedule below, the deadline for motions to intervene is March 14, 2007.

With respect to the procedural schedule, the parties were asked to reach an agreement, if possible, or to submit comments on the Joint Petitioner's proposed schedule. On March 1, 2007, the Department submitted, on behalf of the parties, a joint procedural schedule for the Board's consideration.

After considering the joint proposal, the Board hereby sets the following schedule for this proceeding. This schedule appears to provide the parties sufficient time to participate.

1/31/07	Joint Petition filed with Public Service Board
2/23/07	Prehearing Conference
3/14/07	Intervention Deadline
3/20/07	Responses to Intervention Requests
3/23/07	Petitioners file testimony
4/5/07	First Set of Discovery Requests filed on Petitioners
4/19/07	Petitioners Respond to First Set of Discovery Requests
4/26/07	Second Set of Discovery Requests filed on Petitioners

3. The Labor Intervenors are the Communications Workers of America, International Brotherhood of Electrical Workers ("IBEW") Locals 2320, 2326, and 2327 and IBEW System Council T-6.

5/3/07	Public Hearing
5/10/07	Petitioners Respond to Second Set of Discovery Requests
5/24/07	Department of Public Service and Intervenors prefile Direct Testimony
5/31/07	Discovery Requests filed on Intervenors and Department of Public Service
6/13/07	Intervenors and Department of Public Service Respond to Discovery Requests
6/27/07	Petitioners Prefile Rebuttal Testimony
7/13/07	Discovery Requests filed on Petitioners' Rebuttal Testimony
7/27/07	Responses to Discovery on Petitioners' Rebuttal Testimony
8/10/07	Other Parties Prefile Rebuttal Testimony
8/17/07	Discovery Requests filed on Other Parties' Rebuttal Testimony
8/27/07	Responses to Discovery on Other Parties' Rebuttal Testimony
9/5–7, 9/17–20 as necessary	Technical Hearings
10/17/07	Direct Briefs
10/31/07	Reply Briefs

In addition to the procedural schedule, the Board also notified the Joint Petitioners that public filings made in New Hampshire and Maine should be made available to the parties in this proceeding. The Board noted that making such filings available on a website would be the most convenient way for interested parties to review and download documents of interest. Therefore, if the Joint Petitioners are unable to develop a website allowing the parties to review and download publically available information that have been filed in Vermont, New Hampshire, and Maine, they shall notify the Board by March 23, 2007, and state why such information cannot be made available through such a website.

SO ORDERED.

Dated at Montpelier, Vermont, this 9th day of March, 2007.

<u>s/James Volz</u>)	
)	PUBLIC SERVICE
)	
<u>s/David C. Coen</u>)	BOARD
)	
)	OF VERMONT
<u>s/John D. Burke</u>)	

OFFICE OF THE CLERK

FILED: March 9, 2007

ATTEST: s/Judith C. Whitney
Deputy Clerk of the Board

NOTICE TO READERS: This decision is subject to revision of technical errors. Readers are requested to notify the Clerk of the Board (by e-mail, telephone, or in writing) of any apparent errors, in order that any necessary corrections may be made. (E-mail address: psb.clerk@state.vt.us)